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DOCKET FILE COPY ORIGINAL

July 31, 1998

VIA COURIER

Mellon Bank
Three Mellon Bank Center
Room 153-2713
525 William Penn Way
Pittsburgh, PA 15259-0001
Attn: Federal Communications Commission, Wholesale Lockbox Shift Supervisor

RECEIVED
JUL 31 1998
FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

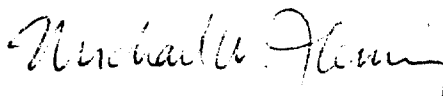
Re: **Lockbox 358310**
Minor Amendment to Applications of WorldCom, Inc. and MCI Communications Corporation for Transfers of Control of MCI Communications Corporation, CC Docket No. 97-211

Dear Sir/Madam:

Enclosed is a filing fee check in the amount of \$720.00, corresponding Form 159, and original Form 703 for this additional filing in the above-referenced proceeding. Please date-stamp the enclosed copy of this filing and return it to me in the enclosed stamped envelope.

Please do not hesitate to call me if you have any questions regarding this filing.

Sincerely,



Michael W. Fleming

cc: John Borkowski
Mary Shultz
Michelle Carey
Marjorie Roman Salas
Jean Kiddoo
Larry Blosser

No. of Copies rec'd 0412
List ABCDE

READ INSTRUCTIONS CAREFULLY BEFORE PROCEEDING 358310		FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE PAGE NO. 1 OF 1		APPROVED BY OMB 3000-0000	
(1) LOCKBOX #		SECTION A - PAYER INFORMATION		SPECIAL USE	
(2) PAYER NAME (paying by credit card, enter name exactly as it appears on your card) Swidler & Berlin, Chartered		(3) TOTAL AMOUNT PAID (dollars and cents) \$ 720.00		FCC USE ONLY	
(4) STREET ADDRESS LINE NO. 1 3000 K Street, N.W.		(5) STREET ADDRESS LINE NO. 2 Suite 300			
(6) CITY Washington		(7) STATE D.C.	(8) ZIP CODE 20007		
(9) DAYTIME TELEPHONE NUMBER (include area code) 202-424-7500		(10) COUNTRY CODE (if not in U.S.A.)			
IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 150-C)					
SECTION B - APPLICANT INFORMATION					
(11) APPLICANT NAME (if paying by credit card, enter name exactly as it appears on your card) WORLDCOM, INC.					
(12) STREET ADDRESS LINE NO. 1 575 East Amite Street					
(13) STREET ADDRESS LINE NO. 2					
(14) CITY Jackson		(15) STATE MS	(16) ZIP CODE 39201		
(17) DAYTIME TELEPHONE NUMBER (include area code) 601-360-8970		(18) COUNTRY CODE (if not in U.S.A.)			
COMPLETE SECTION C FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEETS (FORM 150-C)					
SECTION C - PAYMENT INFORMATION					
(19A) FCC CALL SIGN/OTHER ID See Exhibit I		(19B) PAYMENT TYPE CODE (PTC) P A T M	(21A) QUANTITY 16	(22A) FEE DUE FOR (PTC) IN BLOCK 20A \$ 720.00	FCC USE ONLY
(23A) FCC CODE 1		(24A) FCC CODE 2			
(19B) FCC CALL SIGN/OTHER ID		(20B) PAYMENT TYPE CODE (PTC)	(21B) QUANTITY	(22B) FEE DUE FOR (PTC) IN BLOCK 20B \$	FCC USE ONLY
(23B) FCC CODE 1		(24B) FCC CODE 2			
(19C) FCC CALL SIGN/OTHER ID		(20C) PAYMENT TYPE CODE (PTC)	(21C) QUANTITY	(22C) FEE DUE FOR (PTC) IN BLOCK 20C \$	FCC USE ONLY
(23C) FCC CODE 1		(24C) FCC CODE 2			
(19D) FCC CALL SIGN/OTHER ID		(20D) PAYMENT TYPE CODE (PTC)	(21D) QUANTITY	(22D) FEE DUE FOR (PTC) IN BLOCK 20D \$	FCC USE ONLY
(23D) FCC CODE 1		(24D) FCC CODE 2			
SECTION D - TAXPAYER INFORMATION (REQUIRED)					
(25) COMPLETE THIS BLOCK ONLY IF APPLICANT NAME IS DIFFERENT FROM PAYER NAME (N/A)					
PAYER TIN 0 5 2 1 2 5 8 9 9 1		APPLICANT TIN 0 5 8 1 5 2 1 6 1 2			
SECTION E - CERTIFICATION					
(26) CERTIFICATION STATEMENT I, Michael W. Fleming, certify under penalty of perjury that the foregoing and supporting information are true and correct to the best of my knowledge, information and belief. SIGNATURE Michael W. Fleming					
SECTION F - CREDIT CARD PAYMENT INFORMATION					
(28) MASTERCARD/VISA ACCOUNT NUMBER: MASTERCARD VISA		EXPIRATION DATE: MONTH YEAR		AUTHORIZED SIGNATURE DATE	

EXHIBIT I
(Question 4)

The call signs of Private Land Mobile Radio Service licenses held by MCI Telecommunications Corporation ("MCIT") as of October 1, 1997, but not listed in the Application, are as follows:

CALL SIGN	CALL SIGN	CALL SIGN	CALL SIGN
WPDK770	WPKW840	WPDW720	WPJH584
WPKY374	WPKY372	WPCN377	WPD1859
WPIZ715	WPKJ640	WPKS868	WPKS869
WPKS992	WPKU830	WPLQ916	WPKX357

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)	
)	
Applications of WorldCom, Inc. and)	
MCI Communications Corporation for)	CC Docket No. 97-211
Transfer of Control of MCI Communications)	
Corporation to WorldCom, Inc.)	
To:		The Commission

**MINOR AMENDMENT TO APPLICATIONS OF
WORLDCom, INC. AND MCI COMMUNICATIONS CORPORATION
FOR TRANSFER OF CONTROL OF MCI COMMUNICATIONS CORPORATION**

WorldCom, Inc. ("WorldCom") and MCI Communications Corporation ("MCI") (collectively, the "Applicants"), by their undersigned counsel, hereby submit this minor amendment to the applications filed by WorldCom on October 1, 1997 for approval of the transfer of control of MCI to WorldCom, as amended by the Amendment to Applications of WorldCom, Inc. For Transfer of Control of MCI Communications Corporation filed on November 21, 1997 (together the "Applications"). The Applications were filed as part of a transaction whereby WorldCom will acquire control of MCI's ongoing global operations, including the operations conducted by MCI's operating subsidiaries pursuant to numerous licenses and authorizations granted by the Commission.

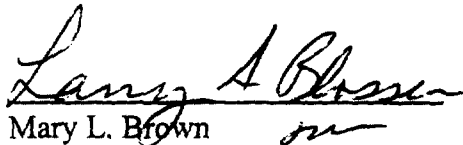
The Commission's Public Notice issued after the November Amendment seeking comment on the proposed transfer of control recognized that an amendment to the Applications might be appropriate to identify additional authorizations held by MCI or its subsidiaries.¹ Upon review of

¹WorldCom, Inc. and MCI Communications Corporation Seek FCC Consent for Proposed Merger, *Public Notice*, CC Docket No. 97-211, DA 97-2494 (rel. Nov. 25, 1997) at 3.

MCI's records and the FCC's public database of wireless licenses, MCI and WorldCom have identified several additional Private Land Mobile Radio Service (Part 90) call signs held by a subsidiary of MCI that were omitted from and should be added to the list of over 380 Part 90 call signs contained in Volume III of the Applications. Accordingly, the Applicants respectfully submit the attached Form 703 and a check for the requisite filing fee as a minor amendment, 47 C.F.R. § 1.962(d), to their Applications in order to add these call signs to those Part 90 call signs listed in the Applications.

Respectfully submitted,

**MCI COMMUNICATIONS
CORPORATION**



Mary L. Brown

Larry A. Blosser

**MCI COMMUNICATIONS
CORPORATION**

1801 Pennsylvania Ave., N.W.
Washington, D.C. 20006-3606
(202) 872-1600

WORLDCOM, INC.



Andrew D. Lipman

Jean L. Kiddoo

SWIDLER & BERLIN, CHTD.

3000 K Street, N.W., Suite 300
Washington, D.C. 20007
(202) 424-7500

Catherine R. Sloan

Robert S. Koppel

WORLDCOM, INC.

1120 Connecticut Avenue, N.W.
Washington, D.C. 20036
(202) 776-1550

Date: July 31, 1998

UNITED STATES OF AMERICA
FEDERAL COMMUNICATIONS COMMISSION

FOR
FCC
USE
ONLY


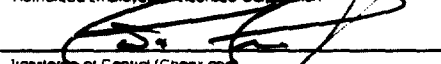
PART I - APPLICATION FOR CONSENT TO TRANSFER CONTROL OF CORPORATION HOLDING STATION LICENSE
(This application must be filed before Transfer of Control takes place)

1.(a) Name of corporate licensee MCI Telecommunications Corporation			
(b) Number and street address 1801 Pennsylvania Avenue, N.W.			
(c) City Washington	(d) State D.C.	(e) ZIP Code 20006	
2. Internet address: N/A		3. Taxpayer Identification Number 132745892	
4. Call sign and radio service of each station See Exhibit I			
5.(a) Fee Type Code PATM	(b) Fee Multiple 16	(c) Fee Due \$ 720.00	FOR FCC USE ONLY
6. Name(s) and Address(es) of Transferee 515 East Amite Street WORLD COM, INC. Jackson, MS 39201			
7. Subsequent to the Transfer of Control, will the licensee corporation be the same corporate entity? That is, will it retain its present name, corporate charter, State of incorporation, etc.? If "NO", give details on Page 3.			YES X NO
8. Subsequent to the Transfer of Control, will the licensee corporation be a representative of any foreign government? If "YES", give details on Page 3.			X YES NO
9. THIS SECTION TO BE ANSWERED ONLY BY LICENSEES OF PUBLIC COAST, AIRPORT CONTROL TOWER, AERONAUTICAL ENROUTE, AERONAUTICAL FIXED, OR COMMON CARRIER ALASKA PUBLIC FIXED STATIONS. SUBSEQUENT TO THE TRANSFER OF CONTROL: N/A			
(a) Will any officer or director of such corporation be an alien? If "YES", see Instruction 6.			YES NO
(b) Will more than 1/5 of the capital stock be either owned of record or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", see Instruction 6.			YES NO
(c) Will the licensee be directly or indirectly controlled by any other corporation? If "YES", answer Items (d) through (h) below.			YES NO
(d) What is the name and address of the corporation in immediate control?			YES NO
(e) Under the laws of what State or Country is the controlling corporation organized?			YES NO
(f) Is more than 1/4 of the capital stock of controlling corporation either owned of record or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", give details on Page 3.			YES NO
(g) Is any officer or more than 1/4 of the directors of the controlling corporation an alien? If "YES", on Page 3 state name, nationality, and position of each, and state the total number of directors, and give a brief biographical statement for each alien.			YES NO
(h) Is the controlling corporation in turn controlled by other companies? If "YES", on Page 3, or a separate sheet of paper, provide information for each of these controlling companies covering information requested in Items (d) through (h).			YES NO

CERTIFICATION

- Applicant waives any claim to the use of any particular frequency regardless of prior use by licensee or otherwise;
- Applicant will have unlimited access to the radio equipment and will control access to exclude unauthorized persons;
- Neither applicant nor any member thereof is a foreign government or representative thereof;
- Applicant certifies that all statements made in this application and attachments are true, complete and made in good faith;
- Neither the applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance.

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(A)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).

SIGNATURE 	DATE <u>July 23, 1998</u>
SIGNATURE 	DATE <u>7/29/98</u>
Transferee of Control (Check one) <input type="checkbox"/> Individual <input type="checkbox"/> Partner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (Specify): _____	

INSTRUCTIONS

1. This form applies only to stations authorized under Parts 5, 80, 87, 90 and 95 of FCC Rules. This application must be filed where the only change is the transfer of control of the corporate licensee. If other changes are to be made or have been made, the appropriate application for modification of license should be filed.
2. Information entered for Items 1 through 4 of Part I should be that of the current corporate licensee. If your answer differs, an explanation should be provided.
3. Enter an Internet address (if available) in Item 2 where the FCC can send you mail regarding your application.
4. Enter the Taxpayer Identification Number (EIN) in item 3. The Commission is required to collect this information to comply with the Debt Collection Improvement Act of 1996.
5. Item 5 must be completed by all applicants EXCEPT Marine Ship and Aviation Aircraft Licensees which are exempt from Transfer of Control fee requirements. All other applicants must complete item 3 as follows:

In item 5(a) enter the four letter Fee Type Code "PATM" if the call sign(s) being transferred is authorized in the Land Mobile, Marine Coast, Aviation Ground, or General Mobile Radio Services. If the call sign(s) being transferred is authorized in the Experimental Radio Services (FCC Rules Part 5), enter the three letter Fee Type Code "EAE".

Complete item 5(b) with the Fee Multiple (number of call signs listed in Item 4). Complete item 5(c) with the number obtained from multiplying the correct fee by the number in item 5(b). See the current Fee Filing Guide, or contact the FCC at (800) 322-1117 for the correct fee. The amount in item 5(c) is the total filing fee required for your application.
6. The information to be given in items 7, 8, and 9 should be that information which will be true after the Transfer of Control has taken place. If the answer to item 9(a) and (b) is "Yes", do not file this application, as the corporation would not be eligible for a license.
7. The application must be signed and dated by an authorized employee of the licensee corporation and by the transferee of the control of the licensee corporation.
8. Complete items 1 and 2 of Part II. If item 1 differs from that of the current corporate licensee, an explanation should be provided.

WHERE TO FILE

FEE EXEMPT APPLICATIONS:

Transfer of Control for Marine Ship or
Aviation Aircraft Radio Services

Mail to: Federal Communications Commission
1270 Fairfield Road
Gettysburg, PA 17325-7245

APPLICATIONS REQUIRING A FEE:

Transfer of Control for Land Mobile,
General Mobile, Marine Coast or
Aviation Ground

Mail to: Federal Communications Commission
Transfer of Control
P. O. Box 358310
Pittsburgh, PA 15251-5310

Transfer of Control for Experimental
Radio Service

Mail to: Federal Communications Commission
Experimental Radio Service
P. O. Box 358320
Pittsburgh, PA 15251-5320

Public burden for this collection of information is estimated to be thirty-six minutes per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing the burden to the Federal Communications Commission, Records Management Branch, AMD-IM, Washington, DC 20554, Paperwork Reduction Project (3060-0053). DO NOT SEND COMPLETED APPLICATIONS TO THIS WASHINGTON, DC ADDRESS. Individuals are not required to respond to a collection of information unless it displays a currently valid OMB control number.

NOTICE TO INDIVIDUALS REQUIRED BY PRIVACY ACT OF 1974 AND THE PAPER WORK REDUCTION ACT OF 1995

The solicitation of personal information requested in this form is authorized by the Communications Act. The Commission will use the information provided in this form to determine whether grant of this application is in the public interest. In reaching that determination, or for law enforcement purposes (for example, fraudulent applications), it may become necessary to refer personal information contained in this form to another government agency. In addition, all information provided in this form, except for Taxpayer Identification Number, will be available for public inspection. If information requested on the form is not provided, processing of the application may be delayed or the application may be returned without action pursuant to Commission Rules. The foregoing notice is required by the Privacy Act of 1974, Public Law 93-579, December 31, 1974, 5 U.S.C. Section 552a(e)(3) and the Paperwork Reduction Act of 1995, Public Law 104-13, October 1, 1995, 44 U.S.C. 3507.

DETAILS / ADDITIONAL INFORMATION:

See Amendment to Applications of WorldCom, Inc. for Transfer of Control of MCI Communications Corporation, CC Docket No. 97-211, Nov. 21, 1997; and Applications and Request for Special Temporary Authority, Volume I, CC Docket No. 97-211, Oct. 1, 1997., for a description of the transaction and the public interest statement.

UNITED STATES OF AMERICA
FEDERAL COMMUNICATIONS COMMISSION

PART II - AUTHORIZATION TO HOLD STATION LICENSE(S) AFTER TRANSFER OF CONTROL OF CORPORATION**1. Name and mailing address of corporate licensee**

MCI Telecommunications Corporation
1801 Pennsylvania Avenue, N.W.
Washington, D.C. 20006

2. Call sign and radio service of each station

See Exhibit I

DO NOT WRITE IN THIS BLOCK**CONDITIONS OF GRANT**

The corporate licensee is hereby authorized to continue holding the radio station license(s) listed in item 2 on the basis of the representations made in the application for this authorization.

This authorization is granted for the term of the outstanding license(s) for the station(s) listed in item 2.

DATE AUTHORIZED:

FEDERAL
COMMUNICATIONS
COMMISSION

**THIS AUTHORIZATION TO BE FILED WITH
CORPORATION'S RADIO STATION RECORDS**

EXHIBIT I
(Question 4)

The call signs of Private Land Mobile Radio Service licenses held by MCI Telecommunications Corporation ("MCIT") as of October 1, 1997, but not listed in the Application, are as follows:

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WPKY374	WPKY372	WPCN377	WPD1859
WPIZ715	WPKJ640	WPKS868	WPKS869
WPKS992	WPKU830	WPLQ916	WPKX357

CERTIFICATE OF SERVICE

I, Michael W. Fleming, hereby certify that on July 31, 1998, a copy of the foregoing Minor Amendment to Applications of WorldCom, Inc. and MCI Communications Corporation for Transfer of Control of MCI Communications Corporation was sent by First Class United States Mail, postage prepaid, to the following:

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1919 M Street, N.W., Room 222
Washington, D.C. 20554

Janice Myles*
Common Carrier Bureau
Federal Communications Commission
1919 M Street, N.W.
Room 544
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Michelle Carey (2 copies+diskette)*
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San Francisco, CA 94103

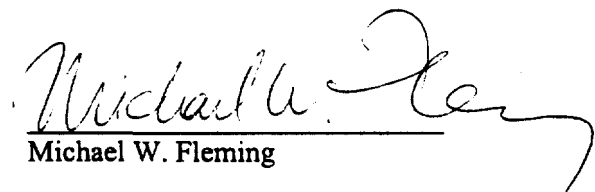
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Michael W. Fleming

* VIA HAND DELIVERY